

EXHIBIT A

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

JOHN W. KAMMIN,)	
individually,)	
)	
Plaintiff-counter-)	
defendant,)	Case No.: 07 CV 9678 (RWS)
)	
v.)	
)	Judge Robert W. Sweet
SMARTPROS, LTD.,)	
a Delaware corporation,)	Magistrate Judge Debra C. Freeman
)	
Defendant-counter-)	
plaintiff.)	

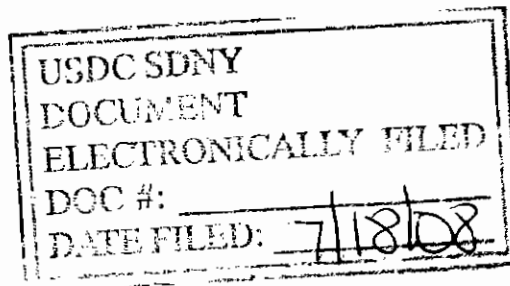
STIPULATION OF DISMISSAL WITH PREJUDICE

WHEREAS, plaintiff-counterdefendant, John W. Kammin ("Kammin"), commenced this action against defendant-counterplaintiff, SmartPros, Ltd. ("SmartPros"), on May 10, 2007; and

WHEREAS, Kammin and SmartPros have resolved all disputes that form the basis of the action and entered into a settlement agreement;

NOW THEREFORE IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned, counsel of record to all parties to this action, as follows:

The Parties agree that all matters, including claims and counterclaims, pending in this action will be dismissed with prejudice, pursuant to Fed. R. Civ. P. 41, and each party shall bear its/his own costs and attorney's fees.



Dated: June 24, 2008

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--and--

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John W. Kammin

So ordered
David T. VSDJ
7-16-08